

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

JOHN CLARIZIA, et al.,

Plaintiffs,

- v -

OCWEN FINANCIAL CORPORATION, et al.,

Defendants.

Case No. 1:13-cv-02907-ALC

**RULE 7.1 DISCLOSURE STATEMENT OF
MORGAN STANLEY**

Pursuant to Rule 7.1(a) of the Federal Rules of Civil Procedure, the undersigned counsel of record for defendant Morgan Stanley hereby state as follows:

Morgan Stanley is a publicly held corporation that has no parent corporation.

According to an amended Schedule 13D filed under the Securities Exchange Act of 1934 by Mitsubishi UFJ Financial Group, Inc. (“MUFG”), 7-1 Marunouchi 2-chome, Chiyoda-ku, Tokyo 100-8330, MUFG beneficially owned 22.22% of Morgan Stanley’s outstanding common stock as of October 3, 2013. No other publicly held corporation owns 10% or more of Morgan Stanley’s outstanding common stock.

Morgan Stanley makes this disclosure statement solely for purposes of Federal Rule of Civil Procedure 7.1 and reserves the right to supplement or amend this disclosure statement as needed.

Dated: New York, New York
October 25, 2013

BINGHAM McCUTCHEN LLP

/s/ Mary Gail Gears

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CERTIFICATE OF SERVICE

The undersigned hereby certifies that on this 25th day of October 2013, a true and correct copy of the foregoing Rule 7.1 Disclosure Statement of Morgan Stanley was served on counsel of record in this action via the ECF system.

/s/ Robert C. Stillwell
Robert C. Stillwell